

EXHIBIT H

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

: :
: : **Case No. 05-44481 (RDD)**
: :
: **(Jointly Administrated)**

LIMITED POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

CYRO Industries (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed: Maria Limarenko
Name of Signatory: MARIA LIMARENKO
Title/Office of Signatory: CORPORATE CREDIT MANAGER

Address: CYRO Industries
Evonik Degussa Corporation
379 Interpace Parkway
Parsippany, NJ 07054

Acknowledged before me on February 15th, 2008, by [ENTER NAME OF SIGNATORY] MARIA LIMARENKO, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] CORPORATE CREDIT MANAGER of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: Lorie M. Buonocore
Name: Lorie M. Buonocore
Notary Public, State of New Jersey
No. 2183971
Commission Expires: 11/16/2010

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, et al., Debtors.

Chapter 11

::
:: **Case No. 05-44481 (RDD)**
:
(Jointly Administrated)

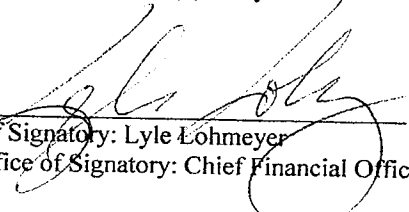
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Energy Conversion Systems Holdings LLC (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

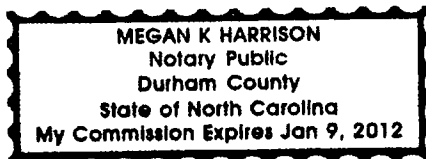
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

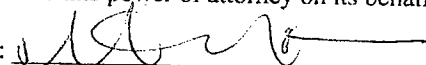
Dated: February 15, 2008

Signed: 
Name of Signatory: Lyle Lohmeyer
Title/Office of Signatory: Chief Financial Officer

Address: 5520 Dillard Drive, Suite 260
Cary, NC 27518

Acknowledged before me on February 15, 2008, by Lyle Lohmeyer, who says that he is the Chief Financial Officer of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: 
Name: Megan K. Harrison
Notary Public, State of North Carolina
No. Durham County
Commission Expires: Jan 9, 2012

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

: : Case No. 05-44481 (RDD)
: :
: (Jointly Administrated)

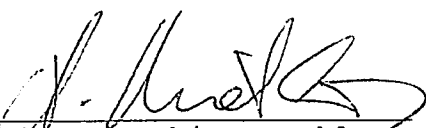
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

EPCOS, INC. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.


Dated: February 14, 2008

Signed: 
Name of Signatory: Achim Buecklers
Title/Office of Signatory: President & CEO

Address: EPCOS, INC.
186 Wood Avenue South
Iselin, NJ 08830

Acknowledged before me on February 18, 2008, by [ENTER NAME OF SIGNATORY] Achim Buecklers, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] President & CEO of the corporation named above and is authorized to execute this power of attorney on its behalf.

CAROLE A. SOMMERS
NOTARY PUBLIC OF NEW JERSEY
I.D. No. 2253361
My Commission Expires May 31, 2010

By: 
Name:
Notary Public, State of NJ
No. 22533610
Commission Expires: 5-31-2010

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: :: Chapter 11
::
DELPHI CORPORATION, *et al.*, Debtors. : Case No. 05-44481 (RDD)

(Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Fujikoki America Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

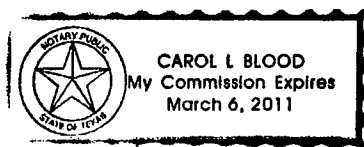
Signed: Donnie J. Anderson

Name of Signatory: Donnie J. Anderson

Title/Office of Signatory: Vice President, Personnel & Accounting

Address: Fujikoki America Inc.
4040 Bronze Way
Dallas, TX 75237

Acknowledged before me on February 14, 2008, by **Donnie J. Anderson**, who says that he is the Vice President, Personnel & Accounting of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: Carol L. Blood

Name:

Notary Public, State of Texas

No.

Commission Expires: 03/06/2011

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

: :
: : Case No. 05-44481 (RDD)
: (Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Johnson Electric North America, Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

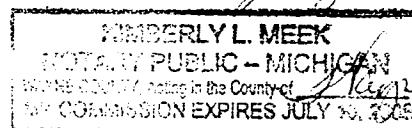
Dated: February 15, 2008

Signed: *Shawn R. Byrns*
Name of Signatory: Shawn R. Byrns
Title/Office of Signatory: Secretary

Address: Johnson Electric North America, Inc.
Automotive Parts Group
47660 Halyard
Plymouth, MI 48170

Acknowledged before me on February 15, 2008, by Shawn R. Byrns who says that he/she is the Secretary of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: *Kimberly L. Meek*
Name: KIMBERLY L. MEEK
Notary Public, State of Michigan
No. _____
Commission Expires: July 16, 2008



**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

:: Case No. 05-44481 (RDD)
::
: (Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Nichicon America Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: Glenn K. Yamamoto
Name of Signatory: GLENN K. YAMAMOTO
Title/Office of Signatory: EXEC. VP

Address: Nichicon America Corporation
927 East State Parkway
Schaumburg, IL 60173-4588

Acknowledged before me on February 14, 2008, by [ENTER NAME OF SIGNATORY] Patsy England, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] EXEC. VP of the corporation named above and is authorized to execute this power of attorney on its behalf



By: Patsy England
Name:
Notary Public, State of ILLINOIS
No.
Commission Expires: 9-13-2011

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, et al., Debtors.

Chapter 11

: :
: : **Case No. 05-44481 (RDD)**
:
(Jointly Administrated)


GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Panasonic Automotive Systems Company of America Division of Panasonic Corporation of North America (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

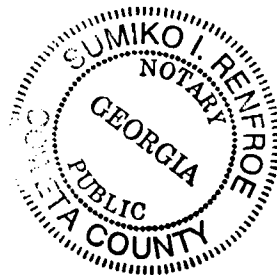
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

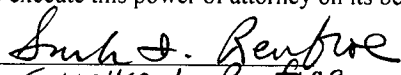
Dated: February 14, 2008

Signed: 
Name of Signatory: Koya Takahashi
Title/Office of Signatory: Chief Financial Officer

Address: Panasonic Automotive Systems Company
of America Division of Panasonic
Corporation of North America
776 Highway 74 South
Peachtree City, GA 30269

Acknowledged before me on February 14, 2008, by Mr. Koya Takahashi, who says that he/she is the Chief Financial Officer of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: 
Name: Sumiko I. Rentrone
Notary Public, State of Georgia
No. _____
Commission Expires: April 20, 2010

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

::
:: Case No. 05-44481 (RDD)
:
(Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Parlex Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: [Signature]
Name of Signatory: YiChing McAndrew
Title/Office of Signatory: Treasurer

Address: Parlex Corporation
~~2802 Admiralty Centre Tower 1~~ One Parlex Place
~~18 Harcourt Road~~ Neptune, MA 01844
~~Hong Kong HK 3679 HK~~

Acknowledged before me on February __, 2008, by [ENTER SIGNATORY] YiChing McAndrew who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] TREASURER of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: [Signature]
Name: BARBARA DAVID PAULT
Notary Public, State of MA
No. 02740-2651
Commission Expires: 06/2012

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

:: Case No. 05-44481 (RDD)
::
: (Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Parlex Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: [Signature]
Name of Signatory: Yi Ching McAndrew
Title/Office of Signatory: Treasurer

Address: Parlex Corporation
~~2802 Admiralty Centre Tower 1~~ One Parlex Place
18 Harcourt Road
Hong Kong HK 3679 HK Northen, MA 01864

Acknowledged before me on February 14, 2008, by [ENTER SIGNATORY NAME] Yi Ching McAndrew
who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] TREASURER of the
corporation named above and is authorized to execute this power of attorney on its behalf.

By: [Signature]
Name: ERLENE DAIGNEAULT
Notary Public, State of MA
No. 02740-2651
Commission Expires: 06/2012

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, et al., Debtors.

Chapter 11

Case No. 05-44481 (RDD)
(Jointly Administrated)

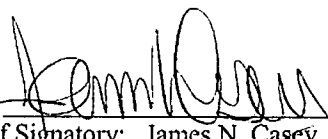
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Philips Electronics UK Ltd./Phillips Semiconductors (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed: 
Name of Signatory: James N. Casey
Title/Office of Signatory: VP & General Counsel

Address: NXP Semiconductors USA, Inc.
Successor to
Philips Semiconductors
1109 McKay Drive
San Jose, CA 95131

Acknowledged before me on February __, 2008, by [ENTER SIGNATORY] _____, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] _____ of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: _____

Name: _____
Notary Public, State of _____
No. _____
Commission Expires: _____

{00329174.DOC;}

Please see attached Certificate
dated 2-15-08 Bonnie Hoffman

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

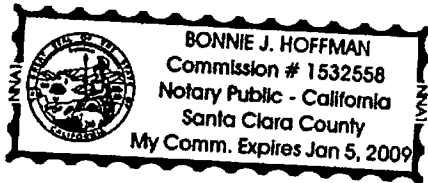
County of Santa Clara

On 2/15/08 before me, Bonnie J. Hoffman, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared James N. Casey

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Bonnie J. Hoffman

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: General Power of Attorney

Document Date: 2-15-08

Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: James N. Casey

☒ Individual

☐ Corporate Officer — Title(s): _____

☐ Partner — ☐ Limited ☐ General

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other: _____

Signer Is Representing: Self

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer's Name: _____

☐ Individual

☐ Corporate Officer — Title(s): _____

☐ Partner — ☐ Limited ☐ General

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

::
:
::
Case No. 05-44481 (RDD)
(Jointly Administrated)

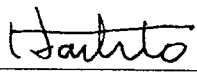
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Sagami America Ltd. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed: 
Name of Signatory: Takamichi Hashimoto
Title/Office of Signatory: President

Address: Sagami America Ltd.
c/o Masuda, Funai, Eifert & Mitchell, Ltd.
203 North LaSalle Street, Suite 2500
Chicago, IL 60601

Acknowledged before me on February __, 2008, by Takamichi Hashimoto, who says that he/she is the President of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: _____
Name: _____
Notary Public, State of _____
No. _____
Commission Expires: _____

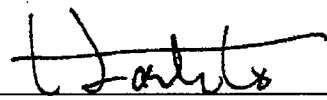
**ACTION BY BOARD OF DIRECTORS OF
SAGAMI AMERICA LTD.
BY UNANIMOUS WRITTEN CONSENT**

The undersigned, being all of the members of the Board of Directors of Sagami America Ltd., a Georgia corporation (the "Corporation"), hereby consent in writing, pursuant to the authority of Section 14-2-821 of the Georgia Business Corporation Code, to the adoption of the following action in lieu of the regular meeting of the board of directors:

RESOLVED, that the following persons are hereby elected as officers of the Corporation, to hold office until their respective successors shall be elected and shall have qualified:

<u>Name</u>	<u>Office</u>
Takamichi Hashimoto	President
Tetsuo Hashimoto	Executive Vice President
Tetsuo Hashimoto	Secretary
Tetsuo Hashimoto	Treasurer

Dated as of April 2, 2007.



Takamichi Hashimoto



Tetsuo Hashimoto

Being all of the members of the board of directors of the Corporation

**ACTION BY SOLE SHAREHOLDER OF
SAGAMI AMERICA LTD.
BY WRITTEN CONSENT**

The undersigned, being the sole shareholder of Sagami America Ltd., a Georgia corporation (the "Corporation"), hereby consents in writing, pursuant to the authority of Section 14-2-704 of the Georgia Business Corporation Code, to the adoption of the following action in lieu of the annual meeting of shareholder:

RESOLVED, that the following persons are hereby elected directors of the Corporation, to hold office until the next annual meeting of shareholders or until their successors shall be elected and shall have qualified:

Takamichi Hashimoto

Tetsuo Hashimoto

Dated as of April 2, 2007.

SAGAMI ELEC CO., LTD.

By: 

Being the owner of record of all issued
and outstanding shares of the
Corporation

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: :: Chapter 11
::
DELPHI CORPORATION, *et al.*, Debtors. : Case No. 05-44481 (RDD)

(Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Toko America, Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

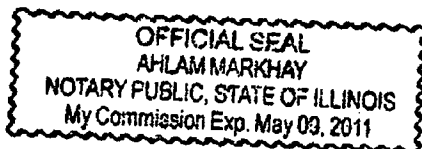
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: [Signature]
Name of Signatory: JUNJI ONODERA
Title/Office of Signatory: PRESIDENT

Address: Toko America, Inc.
1250 Feehanville Drive
Mt. Prospect, IL 60056

Acknowledged before me on February 14, 2008, by [ENTER SIGNATORY] _____, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] _____ of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: [Signature]
Name: Ahlam Markhay
Notary Public, State of IL
No. _____
Commission Expires: May 9, 11